



JAN
#3



SPIDER-MAN

CHAPTER ONE

INTRODUCING...
THE DEADLY MENACE OF
THE VULTURE!



FIRST FALL

THE BLACK WATER IS STAGNANT AND FOUL. EVEN THROUGH HIS PRISONER OF THIS DARK PLACE CAN FEEL THE STING OF THESE POISONS.

BUT NOTHING HERE STINGS SO MUCH AS THE HEART OF THE TEENAGER NAMED PETER PARKER--THE BURNING, SEARING LASH OF HIS FIRST TASTE OF DEFEAT.

THE IRONY IS NOT LOST ON HIM, AS HE SINKS DEEPER IN THE RANCID WATER. THAT HE, WHO IS SO FULL OF YOUTH AND LIFE, SHOULD COME TO THIS SORRY END AT THE HANDS OF ONE WHO IS OLD AND FILLED ONLY WITH ANGER AND BITTERNESS.

NO, THE IRONY IS NOT LOST, AS THE WATERS CLOSE OVER HIM, THAT ONE SUCH AS THAT SHOULD HAVE BROUGHT ABOUT THE END OF THE ALL TOO SHORT CAREER OF THE SOMETIME SUPERHERO KNOWN AS

SPIDERMAN

JOHN BYRNE
WRITER, PENCILER,
INKER, LETTERER

JOE ANDREANI
COLORIST

RALPH
MACCHIO
EDITOR

BOB HARRAS
EDITOR IN CHIEF

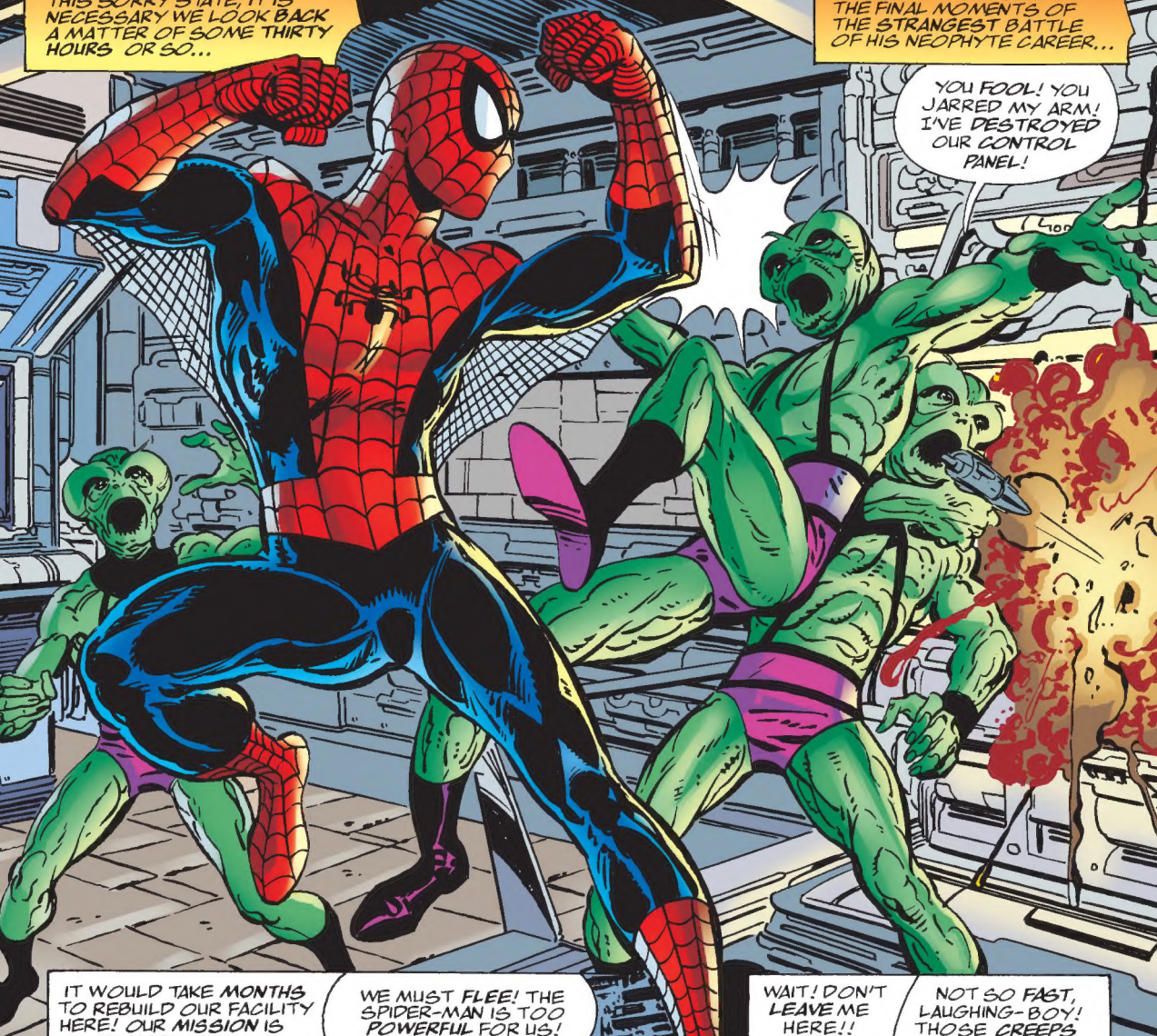
BASED ON ORIGINAL
WORKS BY
STAN LEE
AND
STEVE DITKO



TO BETTER UNDERSTAND HOW SPIDER-MAN CAME TO THIS SORRY STATE, IT IS NECESSARY WE LOOK BACK A MATTER OF SOME THIRTY HOURS OR SO...

...THERE TO FIND OUR YOUNG HERO ENGAGED IN THE FINAL MOMENTS OF THE STRANGEST BATTLE OF HIS NEOPHYTE CAREER...

YOU FOOL! YOU JARRED MY ARM! I'VE DESTROYED OUR CONTROL PANEL!



IT WOULD TAKE MONTHS TO REBUILD OUR FACILITY HERE! OUR MISSION IS RUINED!

WE MUST FLEE! THE SPIDER-MAN IS TOO POWERFUL FOR US!

WAIT! DON'T LEAVE ME HERE!!

MY ESCAPE HATCH! I'VE GOT TO...

NOT SO FAST, LAUGHING-BOY! THOSE CREEPS WERE JUST DOING THEIR DUTY TO THEIR PLANET!





BUT YOU, FRIEND, ARE A TRAITOR TO THE WHOLE HUMAN RACE! QUITTER STRUGGLING, TINKERER! YOU EITHER COME WITH ME...

...OR YOU BURN DOWN ALONG WITH YOUR SHOP!

NO! LET GO OF ME! NO ONE MAY TOUCH THE TINKERER!



HOLY COW! HE SLIPPED OUT OF MY GRIP! AND THERE'S NO WAY I CAN FIND HIM IN THIS SMOKE!



KOFF! GOT OUT OF THERE JUST IN TIME! THE WHOLE BUILDING WILL BE A PILE OF ASH IN NO TIME!

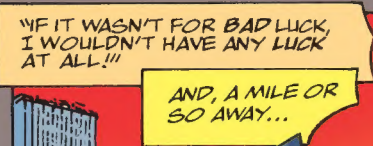
ALL TRACE OF THE ALIEN INVASION WILL BE DESTROYED!



LOOK! IT'S SPIDER-MAN!

HE MUST HAVE STARTED THE FIRE!

GREAT! I SAVE THE DAY AGAIN, AND I END UP GETTING BLAMED AGAIN!



"IF IT WASN'T FOR BAD LUCK, I WOULDN'T HAVE ANY LUCK AT ALL!!"

AND, A MILE OR SO AWAY...

WE CAN NEVER RETURN TO THE EARTH! THEY WILL BE ON GUARD FROM THIS DAY ON!

DON'T BURY YOURSELF IN THE PART, CLYDE!

WE'RE THE ONLY ONES HERE, NOW.

SPIDER-MAN SURE WRECKED THINGS, BUT...AT LEAST WE GOT ALL THE UNITS IN PLACE FOR OUR CLIENT.

LOT OF GOOD THAT WILL DO US! WE'LL NEVER BE ABLE TO COLLECT THE REST OF OUR FEE, NOW.

SEEMS LIKE SPIDER-MAN SHOULD GO ON THE LIST FOR SPECIAL PAYBACK!

"THAT'S STRANGE..."

CAUTION!
HELIUM
DO NOT
OVERINFLATE

THERE'S STILL SOMETHING FUNNY ABOUT THIS RADIO THE TINKERER "FIXED" FOR DR. COBB-- WELL, BUT I CAN'T FIGURE OUT WHAT IT IS.

STILL--MY SPIDER-SENSE ISN'T TINGLING, SO MAYBE IT'S NOT DANGEROUS.

I HOPE NOT, ANYWAY! THOSE ALIENS PLANTED RIGGED UNITS LIKE THIS ALL OVER THE CITY!

PETER! I JUST SAW THE MOST AMAZING SIGHT!

A STRANGE CRAFT IN THE AIR OVER THE CITY!

IF I BELIEVED IN SUCH THINGS, I WOULD SWEAR IT WAS A FLYING SAUCER!

THAT'LL BE THE TINKERER'S HENCHMEN LEAVING EARTH! GOOD! THAT MEANS I DON'T HAVE TO TRACK DOWN ALL THE OTHER STUFF HE MESSED WITH!

SOUNDS PRETTY WILD, DOC! SORRY I MISSED IT!

WELL--I CAUGHT ONLY A GLIMPSE, PERHAPS IT WAS NOTHING... I'M AFRAID I'LL NEVER BE SURE!

NO--BUT I WILL!

GUESS HIS REALLY PUTS ME IN LEAGUE WITH THE BIG BOYS! IT'S NOT JUST THE FANTASTIC FOUR WHO GET TO FIGHT ALIEN INVADERS!

I COULD TELL DOCTOR COBBWELL WHAT I KNOW--CONFIRM HIS "SIGHTING"--BUT HE'D ONLY WONDER HOW PETER PARKER COULD KNOW WHAT SPIDER-MAN HAS BEEN DOING!

ONE OF THE TOUGHEST PARTS ABOUT PLAYING SUPER HERO IS NOT BEING ABLE TO TELL PEOPLE!

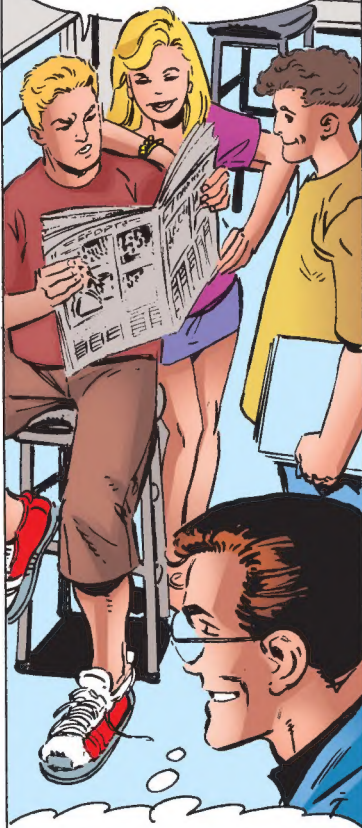


"THOUGH THAT DOES HAVE ITS BENEFITS, TOO..."

THE VULTURE! THE VULTURE!

ALL THE DAILY BUGLE WRITES ABOUT THESE DAYS IS THE VULTURE!

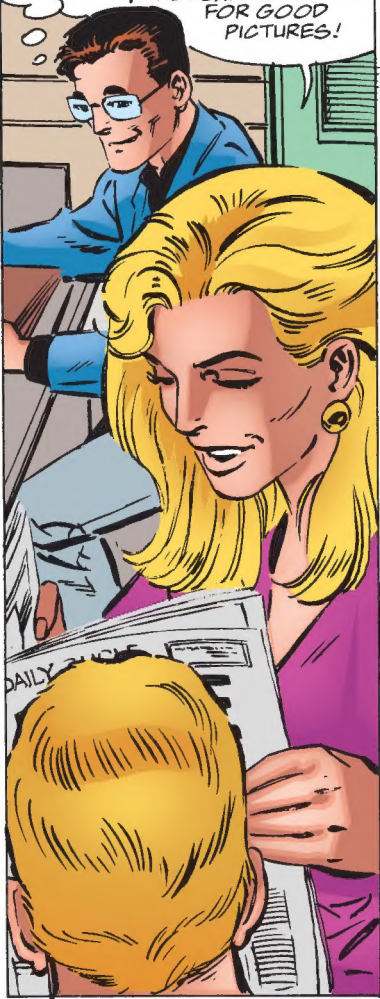
WHERE ARE THE SPIDER-MAN PICTURES??



HEH HEH--AND THE BIGGEST BENEFIT IS KNOWING FLASH THOMPSON IS A TOTALLY GEEKED-OUT SPIDER-MAN FAN!

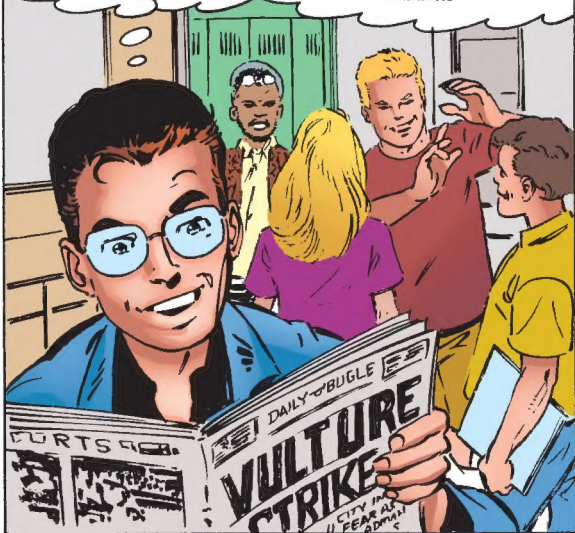
THE BIGGEST PAIN IN MY BUTT, AND I COULD TURN HIM TO JELLY WITH A COUPLE OF WORDS!

LOOK AT THIS! NO ONE HAS BEEN ABLE TO GET A CLEAR SHOT OF THE VULTURE, SO J. JONAH JAMESON IS OFFERING TWO THOUSAND DOLLARS FOR GOOD PICTURES!



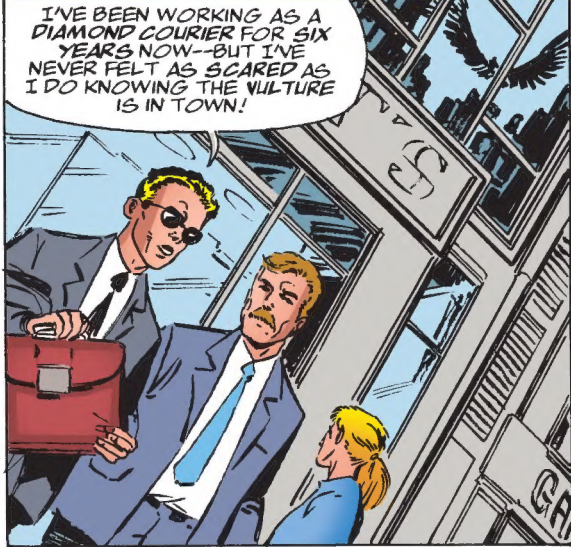
OH, MAN, THAT COULD SOLVE A LOT OF MY MONEY WORRIES!

AND WHO COULD GET BETTER PICTURES OF THE VULTURE THAN SPIDER-MAN..?



AS PETER CONTEMPLATES THIS POTENTIAL SOURCE OF REVENUE, MILES AWAY IN MANHATTAN...

I'VE BEEN WORKING AS A DIAMOND COURIER FOR SIX YEARS NOW--BUT I'VE NEVER FELT AS SCARED AS I DO KNOWING THE VULTURE IS IN TOWN!





HE HAS A REPPOR KNOWING EVERY COURIER'S ROUTINE DOWN TO THE MINUTE.

I'll just take that case, thank you!

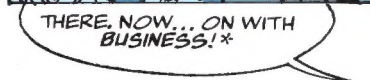
HE... HEY!!

OW! MY ARM! LET ME GO!

LET YOURSELF GO, FOOL! AND DO IT BEFORE I FLY TOO HIGH!

I CAN'T! I DON'T HAVE THE KEYS!!

HOW VERY UNFORTUNATE FOR YOU, THEN.



WHILE IN THE FOREST HILLS
SECTION OF QUEENS...

WHY, YES,
PETER, I THINK
WE DO HAVE
A SMALL
CAMERA.

YOUR UNCLE BEN
BOUGHT IT
YEARS AGO, AT
CONEY ISLAND.

WHAT DO YOU
NEED IT FOR,
DEAR?

A BOY
NEEDS A
HOBBY, AUNT
MAY!

I THOUGHT
I'D GIVE
PHOTOGRAPHY
A TRY!

THE CAMERA IS SMALL
ENOUGH THAT I CAN SLIP IT
INTO MY BELT WITHOUT
TOO MUCH OF A BUMP.

NOW, ALL I NEED TO DO IS
FIND THE VULTURE...!



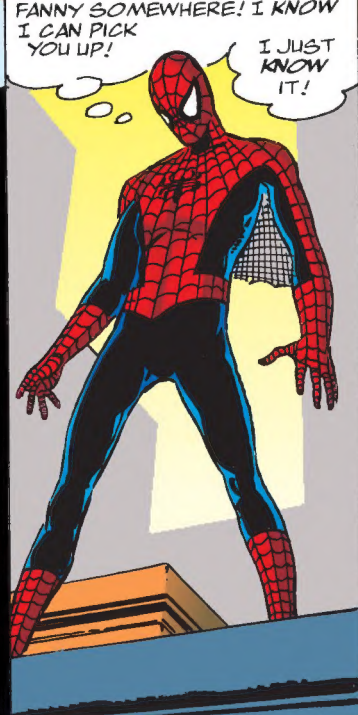


LOCATING THE VULTURE
SHOULDN'T BE TOO TOUGH
FOR A GUY WITH MY
POWERS!



I'M NOT
ENTIRELY
SURE HOW
MY SPIDER-
SENSE
WORKS
YET...

...BUT
I KNOW IT'S A
KIND OF EARLY WARN-
ING OF DANGER, AND
SOMEBODY WITH
THE VULTURE'S
REPUTATION HAS
GOT TO BE
DANGEROUS!

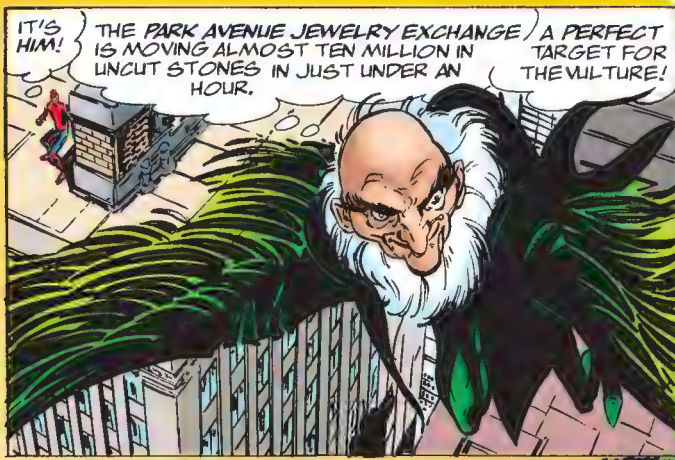


COME
ON, VULTURE!
SHOW YOUR FEATHERED
FANNY SOMEWHERE! I KNOW
I CAN PICK
YOU UP!

I JUST
KNOW
IT!



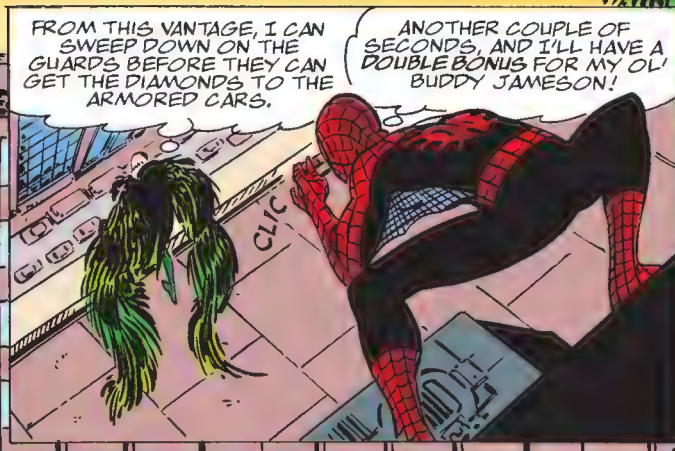
YES!
SOMETHING MOVING
THROUGH THE AIR--SILENT--TOO
LOW TO BE A PLANE...



IT'S HIM!

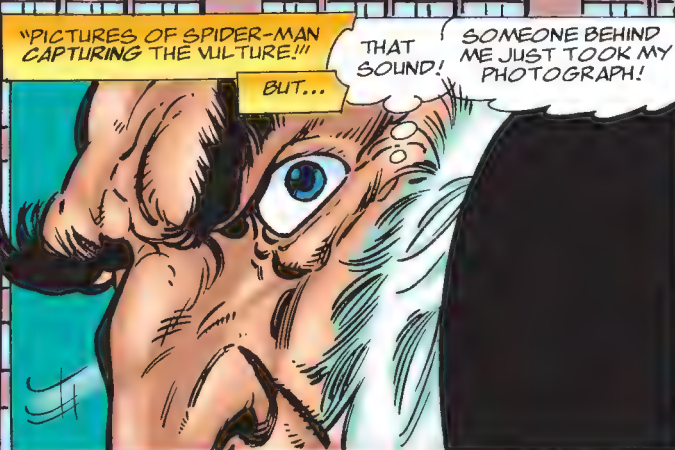
THE PARK AVENUE JEWELRY EXCHANGE IS MOVING ALMOST TEN MILLION IN UNCUT STONES IN JUST UNDER AN HOUR.

A PERFECT TARGET FOR THE VULTURE!



FROM THIS VANTAGE, I CAN SWEEP DOWN ON THE GUARDS BEFORE THEY CAN GET THE DIAMONDS TO THE ARMORED CARS.

ANOTHER COUPLE OF SECONDS, AND I'LL HAVE A DOUBLE BONUS FOR MY OL' BUDDY JAMESON!

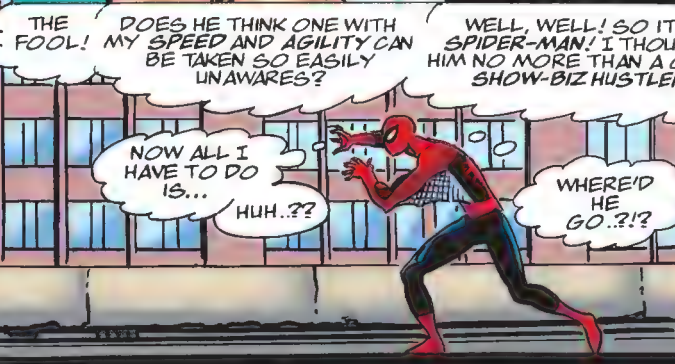


"PICTURES OF SPIDER-MAN CAPTURING THE VULTURE!!"

BUT...

THAT SOUND!

SOMEONE BEHIND ME JUST TOOK MY PHOTOGRAPH!



THE FOOL! DOES HE THINK ONE WITH MY SPEED AND AGILITY CAN BE TAKEN SO EASILY UNAWARES?

WELL, WELL! SO IT'S SPIDER-MAN! I THOUGHT HIM NO MORE THAN A CHEAP SHOW-BIZ HUSTLER!

NOW ALL I HAVE TO DO IS... HUH...??

WHERE'D HE GO...?!



HUH..? THAT SAME BUZZ I
GOT FROM DOC
COBBWELL'S RADIO...

UNGH!

BAH! I HAD
HOPED I MIGHT
FINALLY BE FAC-
ING AN ADVER-
SARY WORTHY
OF MY
METTLE...

...BUT THIS CLOWN IS NO
MORE A THREAT TO ME THAN
THE POLICE!

LET HIM DROWN IN THIS
WATER TOWER, WHILE I
CONTINUE TO PLUNDER NEW
YORK AT MY LEISURE!

WHICH BRINGS US TO THE
POINT AT WHICH WE JOINED
OUR HAPLESS HERO...

HUHH!!

WHERE
AM I?

FROM THE SHAPE, I GUESS
I MUST BE INSIDE A
ROOFTOP WATER TOWER.
NOT A PROBLEM! I'LL JUST
SHOOT A WEBLINE UP TO...

OH, NO! I'M OUT OF WEB
FLUID!

FIRST TIME THAT'S EVER
HAPPENED! LUCKY I WASN'T
TWENTY STORIES UP!

OKAY, I'LL JUST PADDLE
OVER AND CLIMB OUT UP
THE...

BLAST! THE WALLS ARE
TOO SLIMY FOR ME TO
GET A GRIP!

BUT I CAN'T JUST FLOAT IN
HERE UNTIL I DROWN!

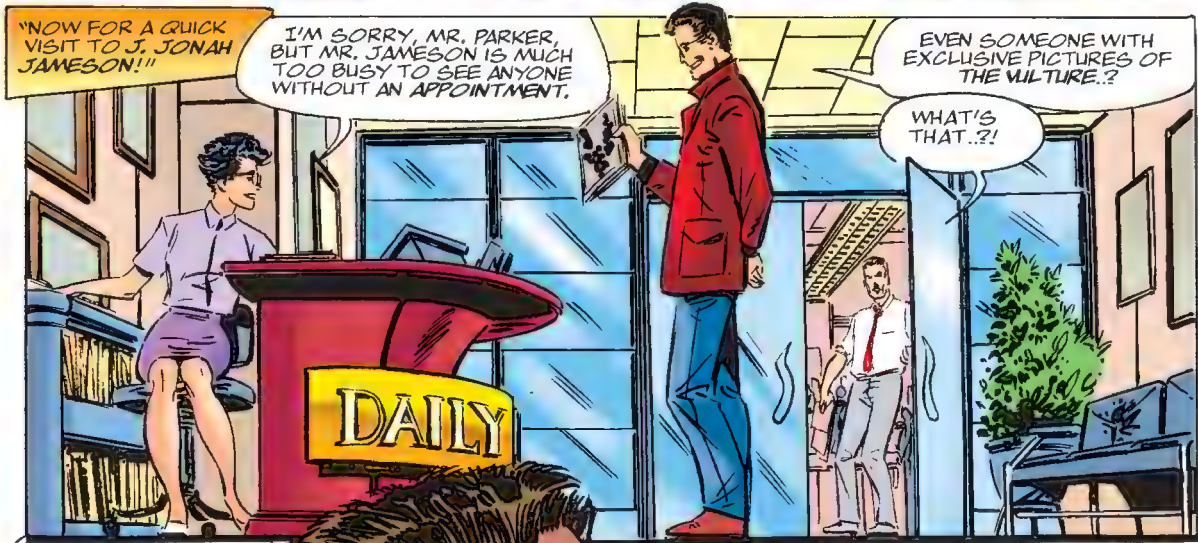
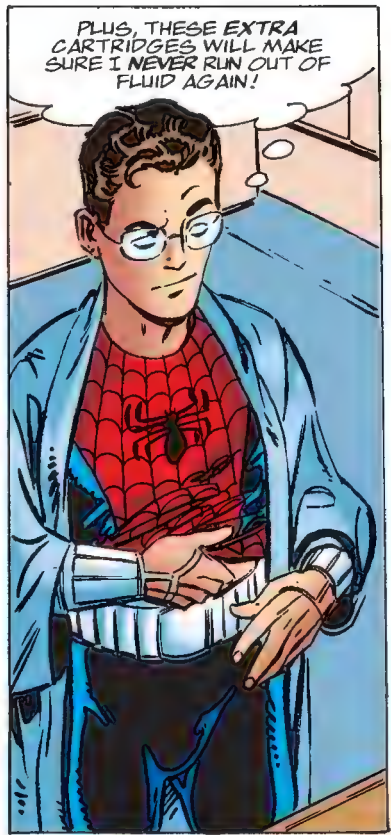
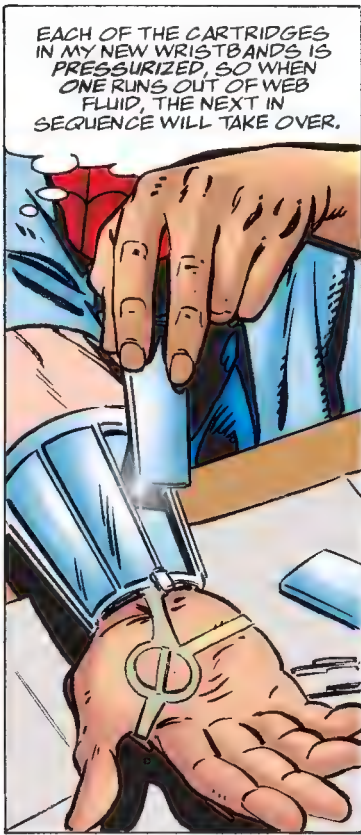
NO WEBBING--
AND MY
FINGERS CAN'T
FIND
PURCHASE...

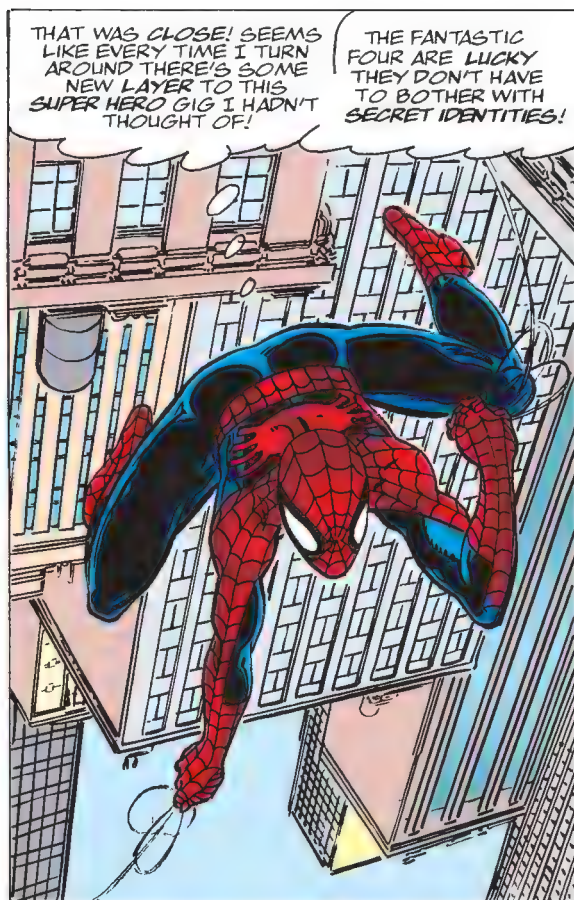
...BUT I
STILL HAVE
ONE ADVANTAGE
OVER A NORMAL
MAN!

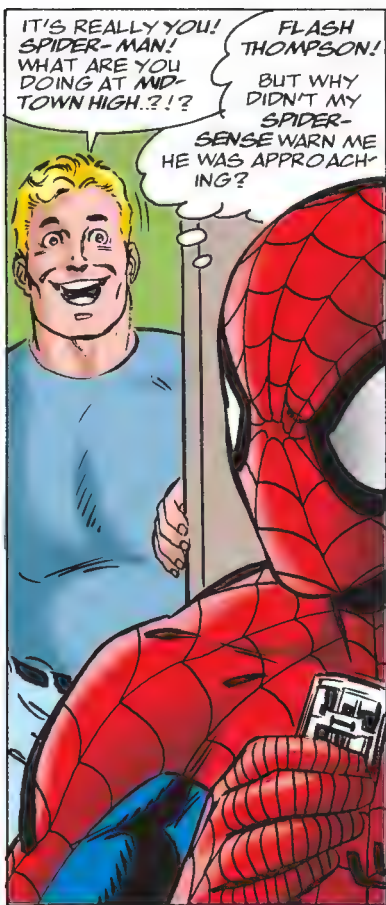
THE RESISTANCE OF THE
WATER IS TREMENDOUS, BUT
SO IS THE PROPORTIONATE
STRENGTH OF A SPIDER I
HAVE IN MY MUSCLES!

IF I PUSH
UPWARDS
WITH ALL
THE
POWER
I CAN
MUSTER...

DID
IT!
BUT... THE
VULTURE
IS LONG
GONE!







IT'S REALLY YOU!
SPIDER-MAN!
WHAT ARE YOU
DOING AT MID-
TOWN HIGH...?!

FLASH
THOMPSON!
BUT WHY
DIDN'T MY
SPIDER-
SENSE WARN ME
HE WAS APPROACH-
ING?



OH, MAN, THIS
IS SO GREAT!
I'M, LIKE, YOUR
BIGGEST FAN!
YOU'RE JUST
THE GREATEST
EVER! THE
GANG ARE
NEVER GONNA
BELIEVE I MET
YOU! AND IN
COBBWELL'S
CHEM CLASS!

THAT'S WHY!
THE ONLY
DANGER
HERE IS
THAT I'M
GONNA GET
DROOLED
ON!

ER--I'M
HERE ON AN
IMPORTANT
SCIENTIFIC
MATTER.



"IN FACT--IT'S SOMETHING YOU
COULD HELP ME WITH..."
HERE YOU GO,
SPIDEY! MR. KEEN-
AN SAID THIS
WILL SCRAMBLE
ELECTROMAG-
NETIC WAVES WITH-
IN A HUNDRED
YARDS. BUT,
WHY DO YOU
NEED IT?

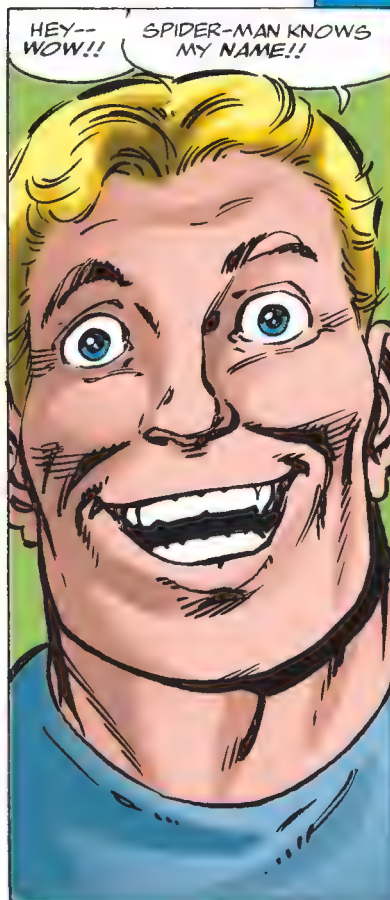
CAN'T
TELL YOU
THAT... ER,
SON, IT'S
NATIONAL
SECURITY.

NOW--I'D
LOVE TO STAY
AND CHAT WITH
MY...BIGGEST
FAN



BUT I'VE GOT AN
IMPORTANT MISS-
ION TO
COMPLETE!
MAYBE WE'LL MEET
AGAIN,
THOMPSON!

ANY TIME
YOU NEED
MY HELP,
SPIDEY,
YOU
JUST CALL!



HEY--
WOW!!

SPIDER-MAN KNOWS
MY NAME!!



"I GOTTA GO TELL LIZ!!!"

I KNEW KEENAN WOULD
HAVE JUST THE THING I
NEEDED IN HIS ELECTRONICS
SHOP CLASS. SAVES ME
TRYING TO FIND IT AT
RADIO SHACK.

AND IT WILL BE EASY
ENOUGH TO RETURN IT, ONCE
IT'S DONE ITS JOB.

NOW ALL I HAVE TO DO IS
GET CLOSE ENOUGH TO OL'
BALDY TO ATTACH IT TO
HIM...

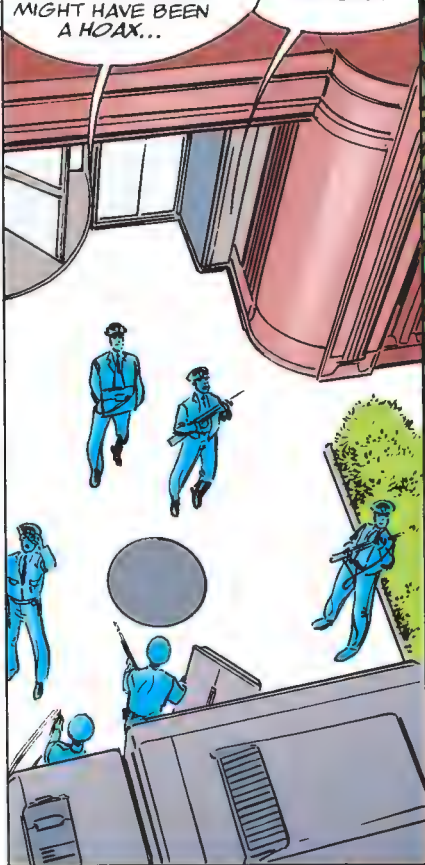
"...AND THE VULTURE'S
GOOSE IS COOKED!!!"

STAY ALERT, NOW!
THAT NOTE SAYING
THE VULTURE
INTENDED TO STEAL
THESE DIAMONDS
MIGHT HAVE BEEN
A HOAX...

BUT IT MIGHT
NOT! BUT--
THE SKY IS
CLEAR AS
FAR AS I
CAN SEE.

HA HA
HA HA!

WHAT FOOLS
YOU ARE! I'M
EMBARRASSED
TO TAKE THE
LOOT, YOU MAKE
IT SO EASY!



AND, A FEW MINUTES LATER...

ACCORDING TO THE RADIO,
THE VULTURE HIT THE
DIAMOND EXCHANGE BY
COMING UP THROUGH THE
SEWERS AND THEN MAKING
HIS ESCAPE THE SAME WAY!

THAT OLD BIRD WON'T
STAY UNDERGROUND
FOREVER! HE'S BOUND TO
TAKE TO THE SKY AGAIN,
SOON!



AND
THERE
HE IS!





HI THERE, SOURPUSS! MISS ME?

SPIDER-MAN!

WHY AREN'T YOU DEAD...??



SORRY TO DISAPPOINT CHROMEDOME--BUT THIS SUIT CAME WITH A LIFETIME GUARANTEE, AND I WANT TO BE SURE I USE EVERY MINUTE OF IT!

INSOLENT YOUNG PUP!

THE NEXT LESSON YOU LEARN WILL BE YOUR LAST!



AS I THINK ARISTOTLE ONCE SAID TO PLATO...

SEZ YOU!!

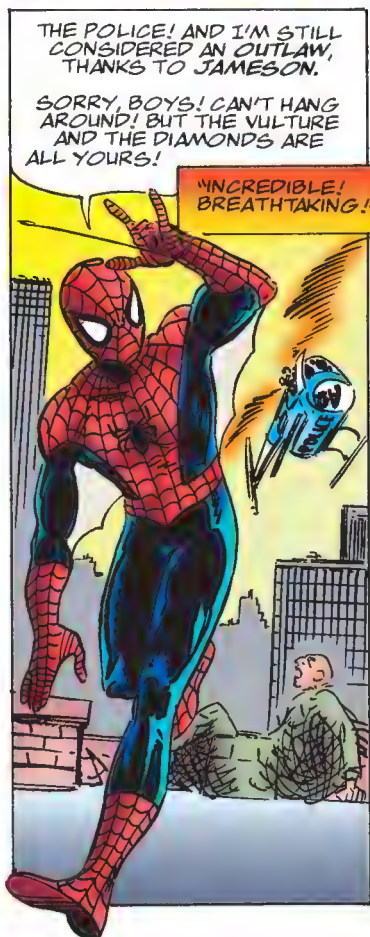
NOW...

WHAT...?!! I'M FALLING!



YAY! I GUESSED RIGHT!

COBBWELL'S RADIO WAS EMITTING SOME KIND OF ELECTROMAGNETIC FIELD.



DOCTOR
OCTOPUS!!

THAT WAS REALLY THE
LAST THING I WOULD EVER
HAVE EXPECTED JAMESON
TO SAY!

BUT HE'S RIGHT! NO ONE
HAS SEEN OR HEARD A
WORD OF OTTO OCTAVIUS
SINCE HIS PEOPLE WHISKED
HIM AWAY FROM THE
HOSPITAL.*

ACCORDING TO JAMESON,
THIS INDUSTRIAL COMPLEX
HAS BECOME A SEALED
FORTRESS. NO ONE'S BEEN
IN OR OUT IN WEEKS!

*IN ISSUE
#1.--RALF

NO ONE--UNTIL SPIDER-MAN CAME ALONG!

WOW! THERE IS SOMETHING
SPOOKY GOING ON HERE!
MY SPIDER-SENSE IS
TINGLING, AS IF THE WHOLE
PLACE IS DANGEROUS!

THE MAIN CENTER OF
THE SENSATION SEEMS
TO BE UP THERE,
SOMEWHERE...

I WONDER... OCTAVIUS WAS
HURT IN THE SAME BLAST
THAT IRRADIATED THE
SPIDER THAT BIT ME AND
GAVE ME MY POWERS.

DOC OCK WAS PRETTY
STRANGE TO BEGIN WITH,
WHAT WITH THOSE ROBOT
ARMS OF HIS AND ALL!

YOU DON'T
SUPPOSE...

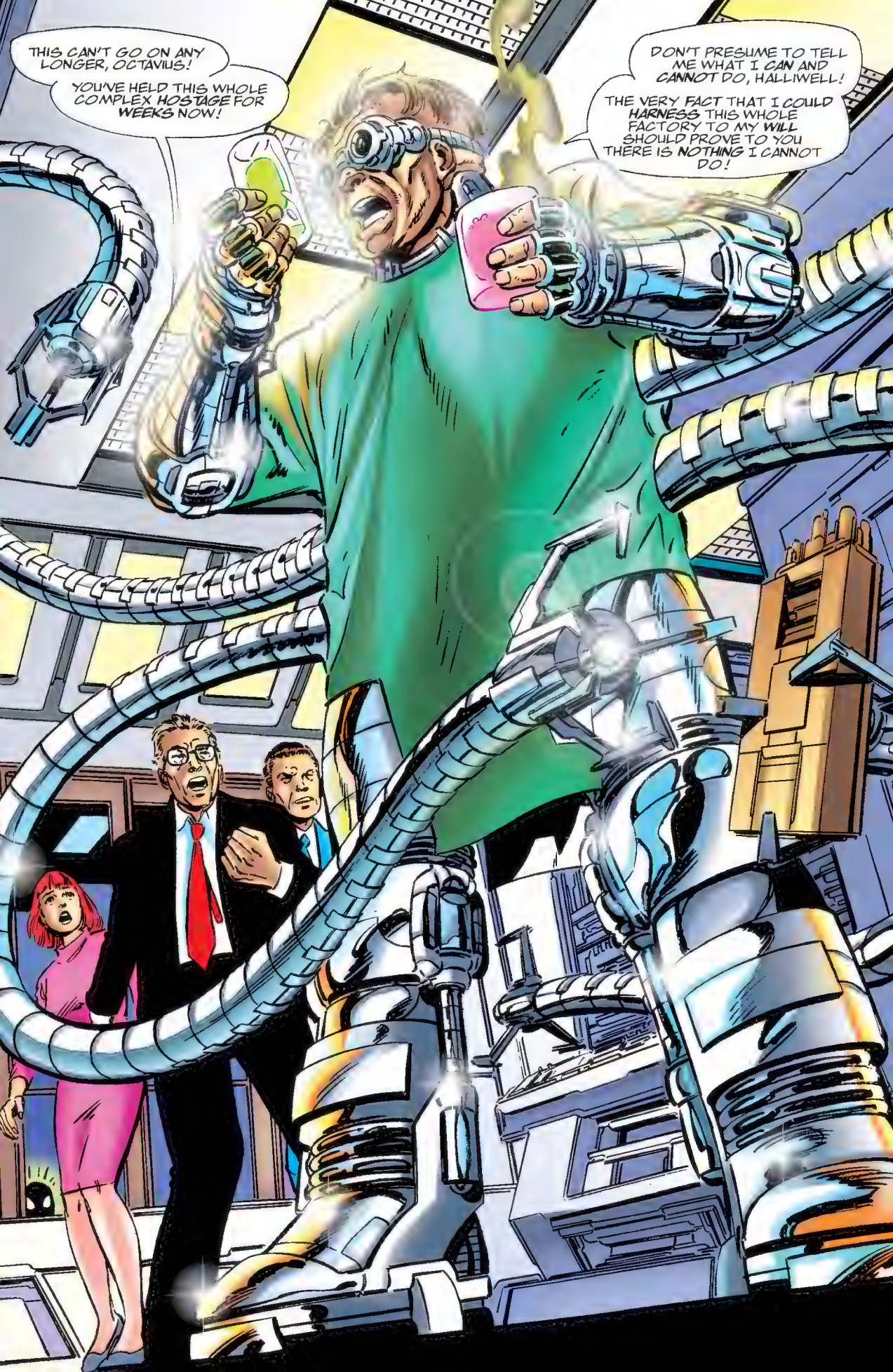
HOLY
COW
....!!!

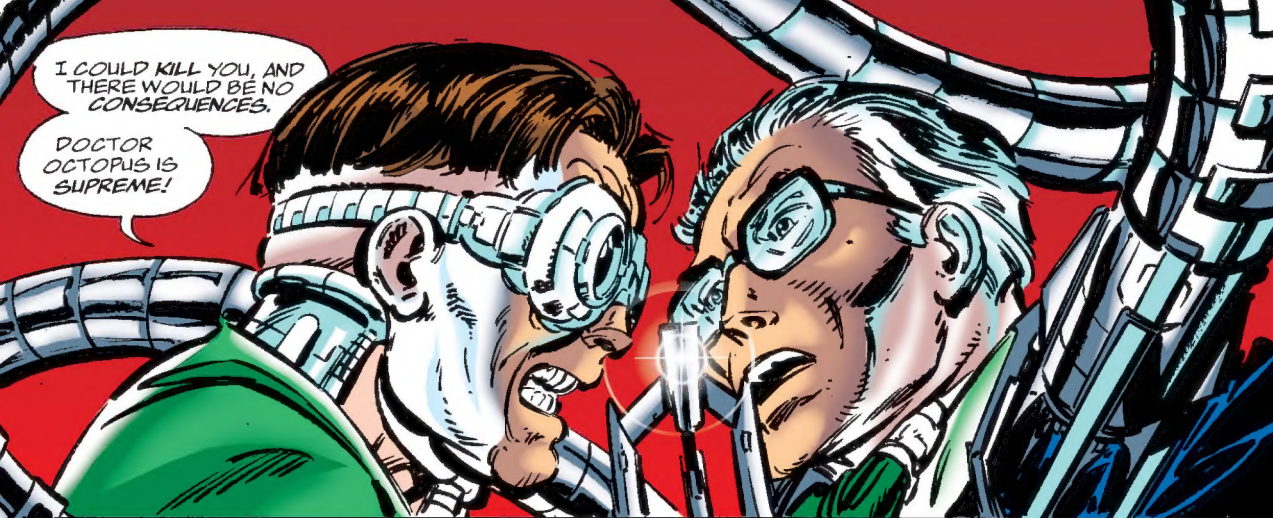
THIS CAN'T GO ON ANY LONGER, OCTAVIUS!

YOU'VE HELD THIS WHOLE COMPLEX HOSTAGE FOR WEEKS NOW!

DON'T PRESUME TO TELL ME WHAT I CAN AND CANNOT DO, HALLIWELL!

THE VERY FACT THAT I COULD HARNESS THIS WHOLE FACTORY TO MY WILL SHOULD PROVE TO YOU THERE IS NOTHING I CANNOT DO!





I COULD KILL YOU, AND THERE WOULD BE NO CONSEQUENCES.

DOCTOR OCTOPUS IS SUPREME!

NOT SO FAST THERE, DOC!

HOW ABOUT TAKING ON SOMEONE WHO CAN ACTUALLY FIGHT BACK?!

SPIDER-MAN!



HOW DARE YOU TAKE SUCH A TONE WITH ME!

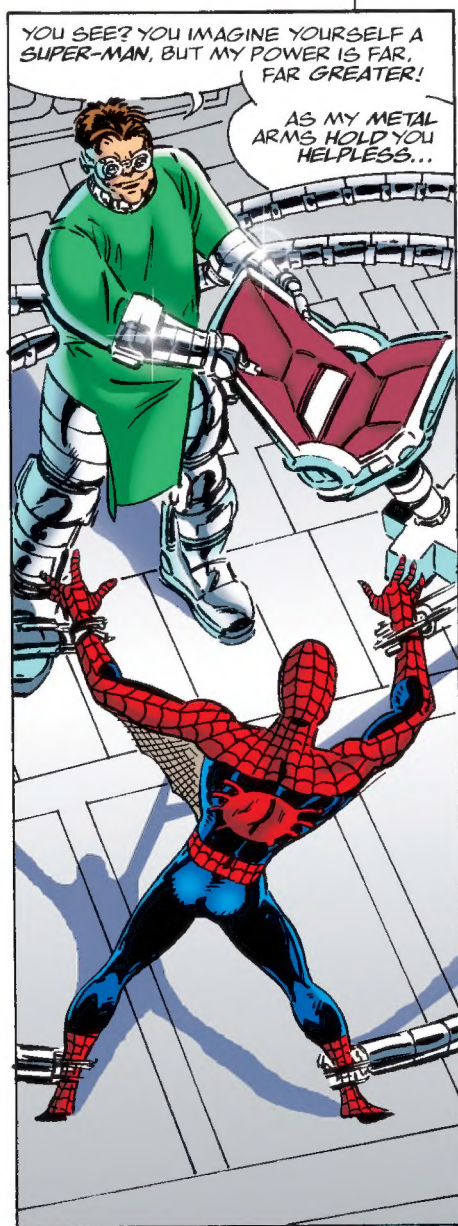
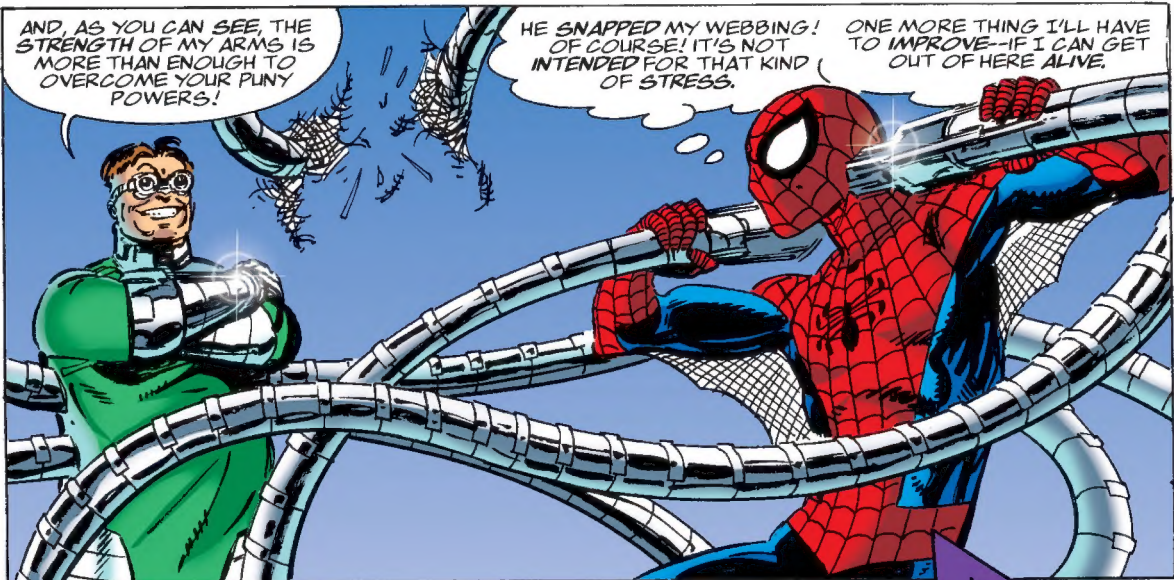
YIKES! THE WAY HIS ARMS MOVE IT'S LIKE FIGHTING AN ARMY COMING AT ME FROM ALL DIRECTIONS!

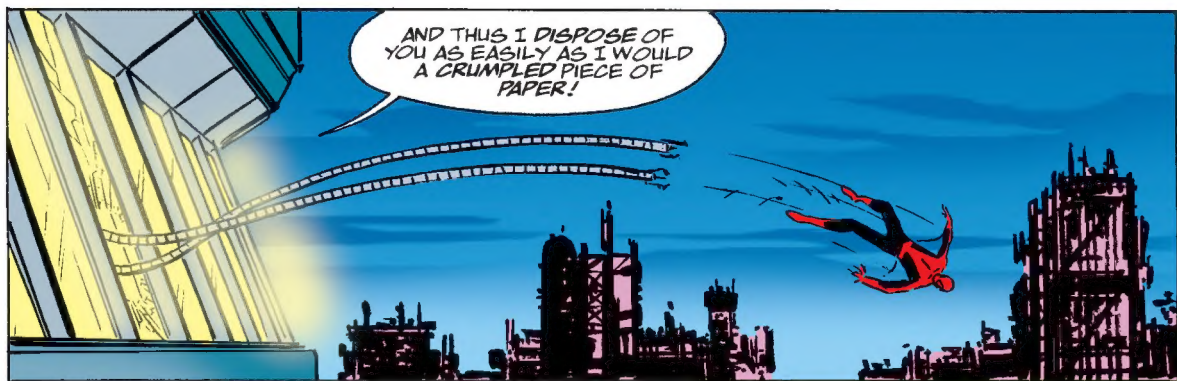


NICE MOVES FOR AN OLD-TIMER, DOC--BUT YOU'RE UP AGAINST THE NEXT GENERATION NOW!

YOU ARE SWIFT, SPIDER-MAN, BUT YOU HAVE CAPTURED ONLY TWO OF MY TENTACLES!







AND THUS I DISPOSE OF YOU AS EASILY AS I WOULD A CRUMPLED PIECE OF PAPER!



NEXT ISSUE: SPIDER-MAN IS DOWN, BUT IS HE OUT? JOIN US IN THIRTY DAYS AS PETER PARKER STRUGGLES TO FIND THE COURAGE HE NEEDS TO FACE AGAIN THE MAN WHO HAS SO QUICKLY AND EASILY BEATEN HIM, FEATURING APPEARANCES BY THE HUMAN TORCH, AND DOCTOR DOOM!



Tyrant
Lizard
King

EMPIRE